

**THE BYLAWS OF
MONTGOMERY COUNTY RETIRED EMPLOYEES' ASSOCIATION, INC.**

Article I – Jurisdiction

- A. The Jurisdiction of the Montgomery County Retired Employees' Association, Inc. (the "Association") shall be Montgomery County, Maryland.

- B. Purposes
 - 1. To enable members to speak with a common voice through the Association on matters pertaining to Montgomery County retirement benefits and to present their common interest before appropriate private and government agencies.
 - 2. To cooperate with active and retired public employees and with other organizations in Montgomery County and elsewhere, as appropriate, to advance Association interests.
 - 3. To monitor proposed legislation or regulations by the Government of Montgomery County, Maryland or other entities, and assess its impact on Association members. The Board of Directors (the "Board") shall determine whether to support or oppose legislation or regulations.
 - 4. To encourage and assist in the education of members in matters of interest to the Association.
 - 5. To hold property and funds, and to employ staff or consultants, if necessary, for the attainment of these purposes.

Article II – Membership

- A. Membership
 - 1. Persons eligible for membership are individuals currently receiving benefits from Montgomery County employee retirement plans and/or retiree group insurance.
 - 2. An eligible person becomes and remains a member by paying the annual dues.
 - 3. Members agree to abide by the Bylaws of the Association.

- B. Dues

The amount of annual dues for each coming year shall be determined by majority vote of the Board of Directors prior to the annual meeting of all members of the Association.

Article III - Membership Year and Meetings

- A. The membership year of the Association shall be January 1 through December 31.
- B. Membership Meetings
 - 1. The Board shall call an annual meeting of the general membership and may call other meetings of the general membership at any time for any purpose.
 - 2. Any issue subject to a vote of the membership shall be decided by a majority of members present and voting.
 - 3. Membership meetings shall be held in Montgomery County, Maryland.
 - 4. Except to the extent otherwise provided in these Bylaws, all meetings of the membership shall be conducted in accordance with Robert's Rules of Order (rev.).

Article IV – Board of Directors and Officers

- A. Membership of the Board of Directors
 - 1. Candidates for the Board shall be members of the Association.
 - 2. The Board shall consist of not less than seven or more than fourteen members elected by the membership, half every year, for two-year terms.
 - 3. The President may appoint up to three (3) additional members to the Board for a term concurrent with that of the President.
 - 4. All Board members are voting members. The President shall vote as a member of the Board only in the event of a tie.
 - 5. In case of the resignation or incapacitation of any member of the Board, the Board may appoint a replacement to complete the term of office.
- B. Powers and Responsibilities of the Board of Directors – The Board shall:
 - 1. Be responsible for the management of the Association.
 - 2. Transact the business of the Association in accordance with law, the Articles of Incorporation and the Bylaws.
 - 3. Report its action to the membership.
 - 4. Represent members in all matters of interest to the Association.
 - 5. Develop a proposed budget each year for the following year.

6. Select from among its members the following officers: President, Vice President, Treasurer and Secretary. This selection of officers shall follow the Annual Meeting of the Association. The Board may, by majority vote, elect to have other officers as appropriate.
7. Advise the President and ratify or reject appointments to committees and other positions.
8. Hear and act upon reports of Association Committees and other appointive units.
9. Conduct an annual financial review or audit of the Association's financial records.

C. Powers and Responsibilities of the President - The President shall:

1. Preside over all meetings of the general membership and the Board.
2. Appoint the chair and members for all special and temporary committees and task forces.
3. Represent the Association or designate a representative of the Association before the public or other groups.
4. Inform Board members of the time and location of Board meetings. Be responsible for the preparation of the agenda for meetings of the membership and the Board.
5. Serve as a non-voting, ex-officio member of all Association committees except for a Nominating Committee that must consider an election challenge to the sitting President.
6. Draft the annual budget, after consultation with the Treasurer, for presentation to the Board.
7. Sign all vouchers when properly presented, authorizing the issuance of Association checks.
8. Present an oral report on the Association at the annual meeting and in written form for a newsletter.
9. Perform all other functions usually attributed to the office within the limits established by the Board.
10. Advise a successor in the duties of the office and work with him/her as necessary.

D. Powers and Responsibilities of the Vice President - The Vice President shall:

1. Perform the duties of the President in the President's absence.
2. Assume the office of the President when that office is vacant and serve until the expiration of the term for which the President was elected.
3. Perform such other duties as may be assigned by the President or the Board.

E. Responsibilities of the Treasurer - The Treasurer shall:

1. Be responsible for maintenance of complete and accurate records of dues and any other receipts and expenditures of the Association.
2. Serve as signatory for vouchers and checks drawn upon Association accounts as authorized by the President.
3. Present a financial report to the Board and membership at each of their regular meetings.
4. Be responsible for submitting the Association accounts for financial review or audit at the close of each year.
5. Perform the usual functions of the office and other duties that may be assigned by the President or the Board.
6. Advise a successor in the duties of the office and work with him/her as necessary.

F. Responsibilities of the Secretary - The Secretary shall:

1. Be responsible for recording the minutes of the Association, the meetings of the general membership and the Board.
2. Be responsible for maintaining a current roster of the Board.
3. Record all votes.
4. Turn over to the successor all records in good order for which he/she has been responsible during his/her term of office.
5. Advise a successor in the duties of the office and work with him/her as necessary.

G. Meetings of the Board of Directors

1. The Board shall meet at least three times during the year and may meet at other times as it may be determined or upon call of the President.
2. At the time of the meeting, a quorum shall be comprised of a majority of Board members.
3. Voting by Absent Members: A Board member may vote in advance on any item on the meeting agenda. This vote shall be given in writing to all Board members with an explanation for the position taken. Alternatively, the Board member may designate in advance another Board member to vote for him/her. That designation shall also be in writing to all Board members. Email is writing.

Article V –Nominations to the Board of Directors

- A. Annually, the President shall appoint a Board member to identify nominees for Board membership.
- B. A list of nominees shall be given to the Board, and the Board shall submit nominees to the membership at the Association's annual meeting.
- C. In addition to the nominees proposed, any member may be nominated for the Board at the Association's annual meeting.
- D. Election to the Board shall be by majority vote of the Association members present and voting.

Article VI – Amendments to Bylaws

- A. Any proposed amendment shall be submitted to the Board. Such proposal shall be in writing.
- B. The proposed amendment shall be acted upon by the Board by majority vote.
- C. Any amendment approved by the Board shall be subject to ratification by the Association's membership at the next annual or special meeting of the Association's members. Reasonable notice shall be given to the membership of Board-approved amendments.

Board Approved Changes – January 16, 2013
Membership Approved Changes – June 4, 2013